

**QUONSET DEVELOPMENT CORPORATION
GOVERNANCE COMMITTEE MEETING**

August 15, 2005

A meeting of the Governance Committee of the Quonset Development Corporation was held at 4:00 p.m. on Monday, August 15, 2005 at the offices of the Corporation located at 30 Enterprise Drive, North Kingstown, Rhode Island, pursuant to notice to all members of the Governance Committee and a public notice of the meeting as required by applicable Rhode Island law.

The following directors constituting a quorum were present and participated throughout the meeting as indicated: Kas R. DeCarvalho, John A. Patterson, Sav Rebecchi and M. Paul Sams. E. Jerome Batty, Secretary of the Corporation was also in attendance.

1. CALL TO ORDER

The meeting was called to order at 4:00 p.m.

2. ELECTION OF CHAIRPERSON

Upon motion duly made by Mr. Rebecchi and seconded by Mr. Patterson, the Committee:

VOTED: To elect Kas R. DeCarvalho as Chairperson of the Governance Committee.

Voting in favor were: Mr. Rebecchi, Mr. Patterson and Mr. Sams.

Voting against were: none.

Unanimously Approved.

3. ACCESS TO PUBLIC RECORDS

The Committee discussed the adoption of a policy consistent with the EDC policy regarding access to public records. Mr. Batty noted that the Attorney General's Office, on its website, provides a format for the appropriate forms to be filed in connection with a request for public records. It was agreed that the staff would prepare an appropriate policy and form for requesting public records and submit it to the Committee for approval and presentation to the Board.

4. **EXECUTIVE SESSION ISSUES**

The Committee discussed attendance at Executive Session Meetings. It was suggested that only Board Members and individuals specifically identified and acceptable to the Board should be in attendance. Prior to adjourning to Executive Session, the individuals who will be attending the Executive Session will be identified including members of the Quonset Development Corporation staff who will be in attendance. Only those specifically identified and acceptable to the Board should be in attendance during an Executive Session.

It was also suggested that the Board periodically (every six (6) months) should review Executive Session Minutes to determine whether any such minutes which have been closed should be opened to the public.

5. **CONFLICT OF INTEREST POLICY**

The Committee discussed various conflict of interest issues and suggested that it would be appropriate to brief Board Members periodically regarding conflicts of interest and that perhaps written guidelines should be provided to members of the Board once or twice a year.

6. **GOVERNANCE COMMITTEE DOCUMENTS**

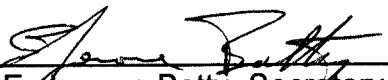
At the suggestion of Mr. Patterson, the members of the Committee concurred that copies of the Corporation's Bylaws, enabling legislation and the executive summary prepared by Dennis W. Michaud should be distributed to members of the Governance Committee.

7. **MOTION TO ADJOURN**

There being no further business to come before the Governance Committee, upon motion duly made by Mr. Sams and seconded by Mr. Patterson, the Committee:

VOTED: To adjourn at 4:45 p.m.

Respectfully submitted by:

By: 
E. Jerome Batty, Secretary